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*Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case
No. 19-30088 (DM).*

To: The Notice Parties

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**ELEVENTH MONTHLY FEE STATEMENT
OF CRAVATH, SWAINE & MOORE LLP
FOR ALLOWANCE AND PAYMENT OF
COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR THE PERIOD OF
DECEMBER 1, 2019 THROUGH
DECEMBER 31, 2019**

Objection Deadline: April 6, 2020 at 4:00 p.m.
(Pacific Time)

[No Hearing Requested]

1	Name of Applicant:	<u>Cravath, Swaine & Moore LLP</u>
2	Authorized to Provide Professional Services to:	<u>Attorneys for Debtors and Debtors in Possession</u>
3	Date of Retention:	<u>April 25, 2019 <i>nunc pro tunc</i> to January 29, 2019</u>
4	Period for which compensation and reimbursement are sought:	<u>December 1, 2019 through December 31, 2019</u>
5	Amount of compensation sought as actual, reasonable, and necessary:	<u>\$5,378,921.20 (80% of \$6,723,651.50¹)</u>
6	Amount of expense reimbursement sought as actual, reasonable, and necessary:	<u>\$6,940,665.00</u>
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10 Cravath, Swaine & Moore LLP (“**Cravath**” or the “**Applicant**”), the attorneys for PG&E
11 Corporation and Pacific Gas and Electric Company (the “**Debtors**”), hereby submits its Eleventh
12 Monthly Fee Statement (the “**Monthly Fee Statement**”) for allowance and payment of
13 compensation for professional services rendered and for reimbursement of actual and necessary
14 expenses incurred for the period commencing December 1, 2019 through December 31, 2019 (the
15 “**Fee Period**”) pursuant to *the Order Pursuant to 11 U.S.C. §§ 331 and 105(a) and Fed. R. Bankr. P.*
16 *2016 for Authority to Establish Procedures for Interim Compensation and Reimbursement of*
17 *Expenses of Professionals dated February 27, 2019* [Docket No. 701] (the “**Interim Compensation**
18 **Procedures Order**”).

19 By this Monthly Fee Statement, the Applicant requests allowance and payment of
20 \$5,378,921.20 (80% of \$6,723,651.50¹) as compensation for professional services rendered to the
21 Debtors during the Fee Period and allowance and payment of \$6,940,665.00 (representing 100% of
22 the expenses allowed) as reimbursement for actual and necessary expenses incurred by the Applicant
23 and approved by the Debtors included in this Monthly Fee Statement.

24 Annexed hereto as **Exhibit A** is the name of each professional who performed services for
25 the Debtors in connection with these Chapter 11 Cases during the Fee Period covered by this Fee

26 _____
27 ¹ Net of \$115,455.50 in voluntary write offs.

1 Statement and the hourly rate and total fees for each professional. Attached hereto as **Exhibit B** is a
2 summary of hours during the Fee Period by task. Attached hereto as **Exhibit C** is a summary of
3 expenses, including certain expert expenses, included in this Monthly Fee Statement. Attached
4 hereto as **Exhibit D** are the detailed time entries for the Fee Period. Attached hereto as **Exhibit E**
5 are the detailed expenses entries for the Fee Period.

6 In accordance with the Interim Compensation Procedures Order, responses or objections to
7 this Monthly Fee Statement, if any, must be filed and served on or before 4:00 p.m. (Pacific Time)
8 on the 21st day (or the next business day if such day is not a business day) following the date the
9 Monthly Fee Statement is served (the “**Objection Deadline**”) with this Court.

10 Upon the expiration of the Objection Deadline, the Applicant shall file a certificate of no
11 objection with the Court, after which the Debtors are authorized and directed to pay the Applicant an
12 amount equal to 80% of the fees and 100% of the expenses requested in this Monthly Fee Statement.
13 If an objection is properly filed, the Debtors shall be authorized and directed to pay the Applicant
14 80% of the fees and 100% of the expenses not subject to an objection.

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16 Dated: March 16, 2020

17 **CRAVATH, SWAINE & MOORE LLP**

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19 By: /s/ Paul H. Zumbro
20 Paul H. Zumbro (*pro hac vice*)

21 *Attorneys for Debtors and Debtors in*
22 *Possession*
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Notice Parties

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